IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO.831 OF 2005
CONNECTED WITH
COMPANY APPLICATION NO.749 OF 2005

WITH

COMPANY PETITION NO.832 OF 2005
CONNECTED WITH
COMPANY APPLICATION NO.750 OF 2005

In the matter of the Companies Act, 1956 (1) of 1956) ;

And

In the matter of Sections 391 to 394 of the Companies Act, 1956 ;

And

In the matter of Scheme of Amalgamation of Yogesh Securities Pvt. Ltd. with Niche Brokerage Pvt. Ltd.

Yogesh Securities Pvt. Ltd. ....Petitioner

WITH

Niche Brokerage Pvt.Ltd. ....Petitioner

Mr.Rajesh Shah i/b M/s.Rajesh Shah & Co. for the Petitioners.

Mr.C.J. Joy with Mr.R.C. Master & Mr.M.M. Goswami i/b Dr.T.C. Kaushik for Regional Director, Department of Company Affairs Maharashtra, Mumbai.

Mrs.K.V. Gautam, Deputy Official Liquidator present.

CORAM : S.J. VAZIFDAR, J.
DATED : 17TH FEBRUARY, 2006.

P.C. :

1. The Petitions are filed seeking sanction of a scheme of amalgamation between Yogesh Securities Pvt. Ltd. - the Petitioner in Company Petition No. 831 of 2005 i.e. the transferor company and Niche Brokerage Pvt. Ltd. - the Petitioner in Company Petition No.832 of 2005 i.e. the transferee company. The requirements and procedures have been complied with.

2. The Official Liquidator in his report stated that the affairs of the transferor company have not been conducted in a manner prejudicial to the interest of its members or to the public interest. The Regional Director in his affidavit stated that the scheme is not prejudicial to the interest of the creditors and the shareholders in both the Petitions.

3. It is however, clarified that this order is subject to the transferee company complying with the provisions of the Companies Act regarding increase in the authorised capital including the provisions of Sections 94 and 97 of the Companies Act.

4. The Petitions are made absolute in terms of prayers (a) to (j).

4. Costs of the Regional Director and the Official Liquidator fixed at Rs.2500/- each in Company Petition No.831 of 2005. Costs of the Regional Director fixed at Rs.2500/- in Company Petition No.832 of 2005.

. Filing of the drawn up order is dispensed with.

. Certified copy expedited.